

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

INTEGRATED HEALTH SERVICES)
OF CLIFF MANOR, INC., a Delaware corporation,)
INTEGRATED HEALTH SERVICES AT)
RIVERBEND, INC., a Delaware Corporation,)
INTEGRATED HEALTH SERVICES AT)
SOMERSET VALLEY, INC., A Delaware)
corporation, ALPINE MANOR, INC., a)
Pennsylvania corporation, INTEGRATED)
HEALTH GROUP, INC., a Pennsylvania)
corporation, SPRING CREEK OF IHS, INC., a)
Pennsylvania corporation, FIRELANDS OF IHS,)
INC., a Pennsylvania corporation, ELM CREEK)
OF IHS, INC., a Pennsylvania corporation, IHS)
LONG TERM CARE SERVICES, INC., a)
Delaware corporation,)

Plaintiffs,

V.

THCI COMPANY LLC,

Defendant,

ABE BRIARWOOD CORPORATION and
JOHN DOES 1-10,

Additional
Counterclaim
Defendants.

Civil Action No. 04-910

CONSENT ORDER

Upon the subjoined consent of the parties,

IT IS this _____ day of August, 2006,

ORDERED, that effective at the end of the day on August 31, 2006, except as the parties may otherwise agree in writing, the respective plaintiffs shall be deemed to have

vacated, and defendant shall be deemed to have accepted possession of, the nine nursing home facilities covered by this proceeding; and from and after that date defendant shall be responsible for patient care and for the expenses of the nine facilities; and it is further

ORDERED, that upon turning over the facilities, Plaintiffs shall turn over to defendant or its designees the cash on hand, and the receivables, which cash and receivables, and their proceeds, shall be held in trust for the purpose of paying the payroll and payables in existence as of the date of the turnover. When such obligations are paid in full, defendant or its designees may keep any balance.

The Honorable Gregory M. Sleet
United States District Judge

CONSENTED TO:

_____, August ____, 2006

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_____, August _____, 2006

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